

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AZZUR GROUP HOLDINGS LLC, *et al.*¹

Debtors

Chapter 11

Case No. 25-10342 (KBO)

(Jointly Administered)

Re: Docket No. 374

**MOTION OF MANUFACTURERS AND TRADERS TRUST COMPANY
FOR LEAVE TO FILE RESPONSE IN SUPPORT OF
FINAL APPROVAL OF THE DIP MOTION**

Manufacturers and Traders Trust Company (“M&T”), by its attorneys, Otterbourg P.C. and Richards, Layton & Finger, P.A., respectfully submits this motion (the “Motion for Leave”) with the United States Bankruptcy Court for the District of Delaware (the “Court”) for entry of an order (the “Proposed Order”), substantially in the form attached hereto as **Exhibit A**, pursuant to rule 9006-1(d) of the Local Rules of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), authorizing M&T to file and serve its response [Docket No. 374] (the “Response”),² filed contemporaneously herewith, in support of the DIP Motion. In support of this Motion for Leave, M&T respectfully states as follows:

Jurisdiction and Venue

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District

¹ A list of the Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://www.cases.stretto.com/Azzur>. The Debtors’ headquarters and the mailing address for the Debtors is 330 South Warminster Road, Suite 341, Hatboro, PA 19040.

² Capitalized terms used but not otherwise defined herein shall have the same meaning ascribed to them in the Response.

of Delaware, dated as of February 29, 2012. This is a core proceeding under 28 U.S.C. § 157(b)(2). Venue of these cases and this Motion for Leave in this district is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicate for the relief requested herein is Local Rule 9006-1(d).

2. Pursuant to Local Rule 9013-1(f), M&T consents to the entry of a final order by the Court in connection with this Motion for Leave to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

Background

3. On March 3, 2025, the Debtors filed the DIP Motion. On March 4, 2025, the Court entered an order granting the relief requested in the DIP Motion on an interim basis [Docket No. [Docket No. 63] (the “Interim DIP Order”). On April 2, 2025, the Court entered the *First Amendment* to the Interim DIP Order [Docket No. 336], among other things, scheduling a hearing to consider the relief requested in the DIP Motion, on a final basis, for April 11, 2025 at 1:00 p.m. (ET) (the “Hearing”) and extending the deadline for the Committee to file an objection to the DIP Motion to April 4, 2025 (the “Objection Deadline”). On April 4, 2025, the Committee filed its Objection to the relief requested in the DIP Motion.

Relief Requested

4. By this Motion for Leave, M&T respectfully requests the entry of the Proposed Order, substantially in the form attached hereto as **Exhibit A**, authorizing M&T to file and serve the Response in support of the DIP Motion beyond the deadline set forth in Local Rule 9006-1(d). Pursuant to the Response filed contemporaneously with the Motion for Leave, M&T will address certain issues raised in the Committee’s Objection.

Basis for Relief

5. Pursuant to Local Rule 9006-1(d), “[r]eply papers . . . may be filed by 4:00 p.m. prevailing Eastern Time the day prior to the deadline for filing the agenda.” *See* Del. Bankr. L.R. 9006-1(d). Pursuant to Local Rule 9029-3(a)(i), hearing agendas shall be filed “on or before 12:00 p.m. prevailing Eastern Time two (2) business days before the date of the hearing.” Del. Bankr. L.R. 9029-3(a)(i). The agenda for the Hearing was due by 12:00 p.m. (ET) on April 9, 2025. Accordingly, pursuant to Local Rule 9006-1(d), the deadline to file the Response was 4:00 p.m. (ET) on April 8, 2025 (the “Reply Deadline”) right after the expedited deposition of M&T’s 30(b)(6) witness concluded in the midst of expedited discovery. Absent leave of the Court, M&T would be unable to file and serve the Response, which now reflects the results of expedited depositions completed yesterday, and the Court would be denied the opportunity to review M&T’s responses to the Objection in advance of the Hearing.

6. M&T submits that cause exists to grant the relief requested by this Motion for Leave and approve an extension of the time by which to file the Response under Local Rule 9006-1(d) for at least three reasons. First, given the Committee’s extension to file the Objection and M&T’s participation in expedited discovery that ran through the Reply Deadline, M&T did not have sufficient time to properly respond to the Objection in advance of the Reply Deadline. Second, the Court’s consideration of the Response will help streamline argument at the Hearing and otherwise assist the Court in ruling on the relief requested in the DIP Motion. Third, permitting M&T to file its Response after the Reply Deadline will not prejudice any parties, as the Committee is aware of the issues addressed by the Response and other parties will have sufficient time to review the Response in advance of the Hearing. Accordingly, M&T submits the relief requested herein is reasonable under the circumstances and should be approved.

Notice

7. Notice of this Motion for Leave will be given to: (i) the U.S. Trustee; (ii) counsel for the Debtors and (iii) proposed counsel for the Committee. M&T believes that no other or further notice is required under the circumstances.

No Prior Request

8. No previous request for the relief sought herein has been made by M&T to this Court or any other court.

[Remainder of page intentionally left blank]

WHEREFORE, for the reasons set forth herein, M&T respectfully request that the Court enter the Proposed Order and grant such other and further relief as is just and proper.

Dated: April 10, 2025
Wilmington, Delaware

/s/ John H. Knight

John H. Knight (No. 3848)
David T. Queroli (No. 6318)
RICHARDS, LAYTON & FINGER, P.A.
One Rodney Square
920 North King Street
Wilmington, DE 19801
Telephone: 302-651-7700
Facsimile: 302-651-7701
Email: knight@rlf.com
queroli@rlf.com

-and-

Andrew M. Kramer (admitted *pro hac vice*)
Adam C. Silverstein (*pro hac vice* pending)
OTTERBOURG, P.C.
230 Park Avenue
New York, NY 10169
Telephone: 212-661-9100
Facsimile: 212-682-6104
Email: akramer@otterbourg.com
asilverstein@otterbourg.com

*Counsel to Manufacturers and Traders Trust
Company, as Pre-Petition and DIP Lender*